Ashton R. Willard, published by Houghton, Mifflin & Co. in 1890 and many of his chapters, when compared with Willard, disclose similarities even in language. Of the few chapters not founded on Willard, one, relating to the arrangement of the subject matter of bills, is hardly more than a paraphrase of an essay by George Coode, entitled "Legislative Expression, or the Language of the Written Law," which first appeared as an introduction to the appendix annexed to the report of the Poor Law Commissioners on Local Taxation, presented to Parliament in 1843, and was reprinted in 1848 in Vol. 44, Law Library, N. S. The only important changes in Coode's text are the substitution, for Coode's illustrations, of examples drawn from Wisconsin statutes. Jones admits his obligation to Coode in a foot-note, but this hardly indicates the extent to which he has depended on Coode for the arrangement, the ideas, and sometimes the very words of this chapter.

The book may, none the less, serve a useful purpose. Willard is now out of print, and Coode's text is inaccessible to the ordinary legislator. Their interesting and instructive suggestions for the orderly expression of legislative policies are presented by Jones in handy, readable form. Our statutes are still drawn by untrained legislators and persons of no particular experience or training fitting them for the business of drafting laws, and such persons will draft better statutes if they carefully study this book.

Thomas I. Parkinson.

COLLIER ON BANKRUPTCY. Ninth Edition. By FRANK B. GILBERT. Albany: MATHEW BENDER & Co. 1912. pp. lxxvii, 1513.

Mr. Gilberts' fifth production of Collier on Bankruptcy follows the same general plan as that originally chosen by the first author, and adhered to by the other two editors of this popular work. This plan is that which occurs to one as most obvious from the viewpoint of the Bankruptcy Act itself, namely, the preservation of the sequence of the statutory provisions in this Act.

Indeed, there is an attitude approaching challenge, in the present editor's view of his method of treatment, and the growing importance of the subject as well as the number of commentators upon it, makes profitable an examination of the value of his method.

The present work declares that the Bankruptcy Law "lies at the foundation of the law and practice in Bankruptcy," and so, of course, judicial decisions upon this Act, and upon former similar acts, ought to give us the full and fair spirit of the motive of this place of legislation. It is not hard to find a few tests of the theory; fraudulent transfers, exemptions, and judgment creditors' rights, for example, occur at once as elements of very great importance in the present Law, and we get hardly more than their mention throughout the Act, in so far as definition is concerned.

A fraudulent transfer renders an insolvent subject to bankruptcy; it subjects the recipient to a suit for its nullification; and it prevents the discharge of the bankrupt from his debt; exemption is the measure of mercy that prevents the total stripping of the bankrupt for payment of debts; and a judgment creditor's rights are the means most valuable to a trustee in pursuit of assets of a tricky and dishonest debtor.

And none of these three is based on, or originates in, the Bankruptcy Act; centuries of development of the general law give us their true nature, and this is plainly assumed in the Act.

The author's assumption as above quoted, may mean either that the present Act originated a system of laws and procedure complete in itself; or that the present Act definitely and precisely declared what parts and what modifications, of the established general law and procedure were to be codified into a Federal Bankruptcy Act.

If the latter is the truth, we need no argument to prove the absolute necessity of study beyond the mere letter of the Act; we ought to know for example, what is, and what is not, a fraudulent conveyance; we ought to know whether the decision in the great case of *Reade* v. *Livingston* is still the law of this State, or the general law.

If it was the purpose of Congress to originate a new system of law and procedure, we find a most confusing identity between the new definitions of legal terms in section one of the Act, and our own earlier and present day definitions of the same terms in general legal systems. The one exception is the definition of insolvency, new to the law, and verifying the doctrine that new departures in the law are apt to be unworkable.

Even the arrangement of the sections of the present Act seems proof that it was never intended to be much more than a practical working system, superimposed upon the great body of law; it clearly presupposes the existence of the broad equitable doctrine of proportionate division amongst creditors of the commercial assets of an insolvent as soon as the proportion is endangered. Note that, in going through the Act, we find the bankrupt discharged and sent on his way rejoicing in his new manhood, before we had a single enactment directory of creditors or of the course of the procedure; moreover, we do not find what rights creditors have till nearly the end of the Act.

To suppose that Congress would have originated a legal system in such a jumble of criss-cross enactments is almost treasonable; to regard the Act as briefly directory of procedure regarding well known elements in an old established legal situation, is obviously right. And for an author to follow the lead of Congress in this respect is also obviously right; in so far as he follows, there can be no possible exception. But it is quite another thing to imply the inferioity of that treatment of the whole subject which varies in two important respects from Collier's; first in laying a sufficiently broad foundation of general equitable principles regarding insolvency and carrying their ramifications through the discussion of the Act as far as is necessary to bring together all the parts bearing on the respective steps of the proceedings. Not everyone who has studied the subject will be quite ready to condemn these two points of independence of treatment.

If, then, the present work is to be judged as an exposition of what has been enacted by Congress, it is a most pronounced success; it has grown with the decisions even of the past two years, to the point of being practically exhaustive of adjudications interpreting the present Act. Particularly valuable to the practitioner are the citations of decisions under exemptions, priorities, liens and title to property. It is worth noting that, while criminality in the Bankruptcy Courts is not commonly regarded as having been appreciably diminished, the text regarding offenses has required no material alteration in the past few years; upon this point the author's shrewd comment under section 29 b (5) deserves attention. A system under which one of the opposing parties has a large stake, and the other has usually a large number of trifling individual stakes, requires a frequent display of the mailed fist if the system is to be resorted to in honesty and fair play; such is essen-

tially our bankruptcy system, even with the theoretical union of forces in the person of receiver or trustee. The weakness of the creditors' position is said to have tempted at times even a receiver or a trustee; the infliction of most severe punishment might perhaps help in restoration of the practical system to more general public respect.

The desire of Mr. Gilbert or his publishers to keep the work within one volume, has required some sacrifice of desirable physical qualities found in earlier editions. The inner margin is trying; the notes have now grown so important as to require larger type than is given to them; even here, in the growing quotation from judicial reasoning, one suspects the author of unconsciously adopting a more constructive attitude than he professes. But until this attitude is more openly avowed, the book is apt to be what it has been, a most complete reference work for practitioners, but a labyrinth to law students.

Michael F. Dee.

FOREIGN COMPANIES AND OTHER CORPORATIONS. By E. HILTON YOUNG, M. A. Cambridge, England: UNIVERSITY PRESS. 1912. pp. xii, 332.

This scholarly production deserves careful consideration from all who are interested in the subjects of Corporations and Conflict of Laws. The first part of the book is devoted to a detailed discussion of the status and capacity of the juristic person in Private International Law. The second part deals with the position in English law of the foreign corporation. The latter part is of primary interest to the student of private law alone. The former part deserves the study of the political scientist as well.

In his modest preface, Mr. Young explains that the seed from which germinated his present study was the consideration given by him to the well known case of *Risdon Iron Works* v. *Furness* L. R. [1906] 1 K. B. 49. The reviewer can well understand the fascination. There are few more interesting or knotty problems in the entire field of corporation law. The brilliant treatment of this topic is merely characteristic of the general excellence of the volume. The reviewer ventures, however, to suggest that the recent American decisions in *Chesley* v. *Soo Lignite Coal Co.* (1909) 19 N. Dak. 18, 121 N. W. 73, *Leyner Engineering Works* v. *Kepner* (1908) 163 Fed. 605, and *Thomas* v. *Matthiesen* (1909) 170 Fed. 362, shed some slight additional measure of light to guide us.

The book is an admirable attempt to blaze a trail in a much-tangled juridical maze. It is, however, as the learned author admits, "an attempt rather to open up the subject to discussion than to provide a full or final solution." There remains, still, an infinite amount of work to be done. And, it must be added, clever and interesting as are Mr. Young's theories, some of them are very far, indeed, from acceptance, at least in our courts.

The style is lucid, the references—even to American case law—reasonably ample, and the general make-up of the work above criticism. The author deserves the thanks of the profession on both sides of the Atlantic.

I. Maurice Wormser.

A HANDBOOK ON ELECTION LAWS. By JAMES HAMILTON LEWIS and ALBERT H. PUTNEY. Chicago: ILLINOIS BOOK EXCHANGE. 1912. pp. 279.

The history of election laws constitutes one of the most interesting chapters in legal history. The origin and evolution of elections is